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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 2.1.02
Motif Designs, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State NY
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Pat Farrell Design, Inc.
Internal Address: _____
Address: _____
Street Address: 111 Brookside Drive
City: Greenwich State: CT Zip: 06831

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 6, 2001*
 * Effective as of November 15, 1993

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

B. Trademark Registration No.(s)
1260978
1256222

Additional number(s) attached Yes No

RECEIVED
FEB - 1 2002

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Leora Herrmann
 Internal Address: Grimes & Battersby, LLP

 Street Address: P.O. Box 1311

 City: Stamford State: CT Zip: 06904

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

G. Kinsey Lamb [Signature] January 17, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

02/19/2002 TDIAZ1 00000157 1260978
01 FC:481 40.00 DP
02 FC:482 25.00 DP

ASSIGNMENT

FOR ONE DOLLAR (\$1.00) and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Motif Designs, Inc., a New York corporation, with offices at 20 Jones Street, New Rochelle, New York 10801 (hereinafter "Assignor"), hereby assigns unto Pat Farrell Design, Inc., a New York corporation, with offices at ~~74~~ *111 Brookside Drive Greenwich Ct 06831* ~~Harding Road, Old Greenwich, CT 06970~~ (hereinafter "Assignee"), the entire right, title and interest in and to the following trademarks and trademark registrations, said assignment to be effective as of November 15, 1993:

XPR

<u>U.S. Reg. No.</u>	<u>Mark</u>
1,260,978	ROSIE
1,256,222	ROSIE

together with the good will of the business symbolized by said marks to be held and enjoyed by said Assignee for its own use and benefit and for the use and benefit of its successors and assigns as fully and as entirely as the same would have been held and enjoyed by Assignor had the assignment not been made.

ASSIGNOR COVENANTS and AGREES and WARRANTS that it has a full and unencumbered title to the subject matter hereby assigned, and further covenants and agrees that it will, at any time upon request, without further compensation, execute and deliver any and all papers or instruments that in the opinion of the Assignee may be necessary or desirable to secure to said Assignee the full enjoyment of the rights, title and interest hereby conveyed or intended to be conveyed.

Signed, Sealed and delivered at NEW ROCHELLE, NY this 6TH
day of AUGUST, ²⁰⁰¹~~1995~~.

By: KARL PRIEBERG
Karl Priberg, Chairman

TOTAL P.04